

May 11, 2005

Notice Concerning Election of New Independent Auditor

Tokyo, May 11, 2005 --- Honda Motor Co., Ltd. today announced that it has passed a resolution at its Board of Directors meeting held on May 11, 2005, to elect a new independent auditor in charge of the audits under Paragraph 1, Article 2, of the Law for Special Exceptions to the Commercial Code Concerning Audits, etc., of Joint-Stock Companies (the “Law for Special Exceptions to the Commercial Code”) and Paragraph 1, Article 193-2, of the Securities and Exchange Law. The effecting of the election is conditional on the agenda item of “Election of Independent Auditor” being approved at the 81st ordinary general meeting of shareholders of the Company, which is expected to be held on June 23, 2005.

The prior consent of the Board of Corporate Auditors of the Company has been obtained with regard to the election of the new independent auditor.

1. Reason for the New Election

The Company has requested Ernst & Young ShinNihon to audit the accounts under the Law for Special Exceptions to the Commercial Code and the Securities and Exchange Law, and simultaneously requested KPMG AZSA & Co. to audit the accounts under the U.S. Securities Exchange Act. The term of service of Ernst & Young ShinNihon will expire upon the closing of the 81st ordinary general meeting of shareholders of the Company to be held on June 23, 2005. Accordingly, the Company will propose to elect KPMG AZSA & Co. as the succeeding independent auditor to take charge of audit of the accounts under the Law for Special Exceptions to the Commercial Code and the Securities and Exchange Law.

KPMG AZSA & Co. has formed an alliance with an accounting firm that has been responsible for auditing the overseas subsidiaries of the Company that make up the majority of the Company’s global net sales on a consolidated basis. The Company plans to establish an efficient auditing system in the group of the Company by unifying the independent auditor of the Company under Japanese and U.S. laws and regulations.

2. Independent Auditor to be Elected

Name: KPMG AZSA & Co.
Office location: 1-2, Tsukudo-cho
Shinjuku-ku
Tokyo

3. Independent Auditor before New Election

Name: Ernst & Young ShinNihon
Office location: Hibiya Kokusai Building
2-2-3 Uchisaiwai-cho
Chiyoda-ku, Tokyo

4. Expected Date for Election to Take Effect

June 23, 2005 (expected date for the ordinary general meeting of shareholders)